



St. Jude Resources Ltd.  
SEC Exemption - Rule 12g3-2(b)  
File No. 82-4014

#200, 5405 - 48TH AVENUE, DELTA, B.C. V4K 1W6 CANADA  
PHONE: (604) 940-6565 FAX: (604) 940-6566

April 12, 2002

SUPPL

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Office of International Corporate Finance  
Securities and Exchange Commission  
450 - 5<sup>th</sup> Street N.W.  
Washington, D.C.  
U.S.A. 20549

Dear Sirs:

**RE: U.S. Secondary Trading: Exemption under Rule 12g3-2(b)**  
**File Number: 82 - 4014**

To update your records in this regard, please find enclosed a copy of the **AMENDED** Insider Report of Mr. Michael A. Terrell dated April 9, 2002, which replaces the previous report of same date filed in error. Please discard the old report.

Yours very truly,

ST. JUDE RESOURCES LTD.  
PER:

*for:*   
MICHAEL A. TERRELL,  
President

/mjh  
enclosures

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FINANCIAL

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**FORM 55-102F6**

## INSIDER REPORT

(See instructions on the back of this report)

**Notice – Collection and Use of Personal Information:** The personal information required under this form is collected on behalf of and used by the securities regulatory authorities set out below for purposes of the administration and enforcement of certain provisions of the securities legislation in British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Quebec, Nova Scotia and Newfoundland. Some of the required information will be made public pursuant to the securities legislation in each of the jurisdictions indicated above. Other required information will remain confidential and will not be disclosed to any person or company except to any of the securities regulatory authorities or their authorized representatives. If you have any questions about the collection and use of this information, you may contact the securities regulatory authority in any jurisdiction(s) in which the required information is filed, at the address(es) or telephone number(s) set out on the top of this report.

[illegible]

## INSTRUCTIONS

Insider Reports in English and French are available from Manitoba, Ontario and Québec. If you are a corporate insider in the province of Québec, you will receive correspondence in French. Individuals in the province of Québec will receive, upon request, correspondence in English.

Where an insider of a reporting issuer does not own or have control or direction over securities of the reporting issuer, or where an insider's ownership or direction or control over securities of the reporting issuer remains unchanged from the last report filed, a report is not required. Insider reports are not required to be filed in New Brunswick, the Northwest Territories, Nunavut, Prince Edward Island or the Yukon.

If you have any questions about the form you should be using to file your report, see National Instrument 55-102 *System for Electronic Disclosure by Insiders (SEDI)*.

### BOX 1 Name of the reporting issuer

Provide the full legal name of the reporting issuer. Use a separate report for each reporting issuer.

### BOX 2 Insider data

Indicate all of your relationship(s) to the reporting issuer using the following codes:

- |                                                                                                                                                                                                                                                                                                                                |   |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|
| Reporting issuer that has acquired securities issued by itself                                                                                                                                                                                                                                                                 | 1 |
| Subsidiary of the reporting issuer                                                                                                                                                                                                                                                                                             | 2 |
| Security holder who beneficially owns or who exercises control or direction over more than 10% of the securities of the reporting issuer (Québec <i>Securities Act</i> - 10% of a class of shares) to which are attached voting rights or an unlimited right to a share of the profits and to its assets in case of winding up | 3 |
| Director of a reporting issuer                                                                                                                                                                                                                                                                                                 | 4 |
| Senior officer of a reporting issuer                                                                                                                                                                                                                                                                                           | 5 |
| Director or senior officer of a security holder referred to in 3                                                                                                                                                                                                                                                               | 6 |
| Director or senior officer of an insider or subsidiary of the reporting issuer, other than in 4, 5 and 6                                                                                                                                                                                                                       | 7 |
| Deemed insider - 6 months before becoming an insider                                                                                                                                                                                                                                                                           | 8 |

If you have filed a report before, indicate whether your relationship to the reporting issuer has changed.

Specify the date of the last report you filed, and if it is an initial report, the date on which you became an insider.

### BOX 3 Name, address and telephone number of the insider

Provide your name, address and business telephone number.

### BOX 4 Jurisdiction

Indicate each jurisdiction where the issuer is a reporting issuer or the equivalent.

### BOX 5 Insider holdings and changes

Show direct and indirect holdings separately, both in the initial report and where a transaction is reported. Indicate only one transaction per line.

For an initial report complete only:

- (A) designation of class of securities held
- (D) present balance of class of securities held
- (E) nature of ownership (see List of Codes)
- (F) identification of the registered holder where ownership is not direct

If you acquired or disposed of securities while an insider, complete sections (A) to (F):

- (A) Indicate a designation of the securities traded that is sufficient to identify the class, including yield, series, maturity.
- (B) Indicate the number of securities, or for debt securities, the aggregate nominal value, of the class held, directly and indirectly, before the transaction that is being reported.
- (C) Indicate for each transaction:
  - the date of the transaction (not the settlement date)
  - the nature of the transaction (see List of Codes)
  - the number of securities acquired or disposed of, or for debt securities, the aggregate nominal value
  - the unit price paid or received on the day of the transaction, excluding the commission
  - if the report is in United States dollars, check the space under "US"

## List of Codes

### BOX 5 (C) Nature of transaction

#### General

- |                                                                               |    |
|-------------------------------------------------------------------------------|----|
| Acquisition or disposition in the public market                               | 10 |
| Acquisition or disposition carried out privately                              | 11 |
| Acquisition or disposition under a prospectus                                 | 15 |
| Acquisition or disposition under a prospectus exemption                       | 16 |
| Acquisition or disposition pursuant to a take-over bid, merger or acquisition | 22 |
| Acquisition or disposition under a purchase/ownership plan                    | 30 |
| Stock dividend                                                                | 35 |
| Conversion or exchange                                                        | 36 |
| Stock split or consolidation                                                  | 37 |
| Redemption/retraction/cancellation/repurchase                                 | 38 |
| Short sale                                                                    | 40 |
| Compensation for property                                                     | 45 |
| Compensation for services                                                     | 46 |
| Acquisition or disposition by gift                                            | 47 |
| Acquisition by inheritance or disposition by bequest                          | 48 |

#### Issuer Derivatives

- |                        |    |
|------------------------|----|
| Grant of options       | 50 |
| Exercise of options    | 51 |
| Expiration of options  | 52 |
| Grant of warrants      | 53 |
| Exercise of warrants   | 54 |
| Expiration of warrants | 55 |
| Grant of rights        | 56 |
| Exercise of rights     | 57 |
| Expiration of rights   | 58 |

#### Third Party Derivatives

- |                                                                |    |
|----------------------------------------------------------------|----|
| Acquisition or disposition (writing) of third party derivative | 70 |
| Exercise of third party derivative                             | 71 |
| Other settlement of third party derivative                     | 72 |
| Expiration of third party derivative                           | 73 |

#### Miscellaneous

- |                                   |    |
|-----------------------------------|----|
| Change in the nature of ownership | 90 |
| Other                             | 97 |

(D) Indicate the number of securities, or for debt securities, the aggregate nominal value, of the class held, directly and indirectly, after the transaction that is being reported.

(E) Indicate the nature of ownership, control or direction of the class of securities held using the following codes:

- |                                                       |   |
|-------------------------------------------------------|---|
| Direct ownership                                      | 1 |
| Indirect ownership (identify the registered holder)   | 2 |
| Control or direction (identify the registered holder) | 3 |

(F) For securities that are indirectly held, or over which control or direction is exercised, identify the registered holder.

### BOX 6 Remarks

Add any explanation necessary to make the report clearly understandable.

If space provided for any item is insufficient, additional sheets may be used. Additional sheets must refer to the appropriate Box and must be properly identified and signed.

Office staff are not permitted to alter a report.

### BOX 7 Signature and filing

Sign and date the report.

File one copy of the report in each jurisdiction in which the issuer is reporting within the time limits prescribed by the applicable laws of that jurisdiction.

Manually sign the report.

Legibly print or type the name of each individual signing the report.

If the report is filed on behalf of a company, partnership, trust or other entity, legibly print or type the name of that entity after the signature.

If the report is signed on behalf of an individual by an agent, there shall be filed with each jurisdiction in which the report is filed a duly completed power of attorney.

If the report is filed by facsimile in accordance with National Instrument 55-102 *System for Electronic Disclosure by Insiders (SEDI)*, the report should be sent to the applicable securities regulatory authority at the fax number set out below.

Alberta Securities Commission  
4th Floor, 300 - 5th Avenue S.W.  
Calgary, AB T2P 3C4  
Attention: Information Officer \*  
Telephone: (403) 297-6454  
Fax: (403) 297-6156

British Columbia Securities Commission  
PO Box 10142, Pacific Centre  
701 West Georgia Street  
Vancouver BC V7Y 1L2  
Attention: Supervisor, Insider Reporting \*  
Telephone: (604) 899-6500 or  
(800) 373-6393 (in BC)  
Fax: (604) 899-6550

The Manitoba Securities Commission  
1130 - 405 Broadway  
Winnipeg, MB R3C 3L6  
Attention: Continuous Disclosure \*  
Telephone: (204) 945-2548  
Fax: (204) 945-4508

Securities Commission of Newfoundland  
P.O. Box 8700, 2nd Floor West Block  
Confederation Building  
St. John's, NF A1B 4J6  
Attention: Director of Securities \*  
Telephone: (709) 729-4189  
Fax: (709) 729-6187

Nova Scotia Securities Commission  
2nd Floor, Joseph Howe Building  
1690 Hollis Street, P.O. Box 458  
Halifax, NS B3J 3J9  
Attention: FOI Officer \*  
Telephone: (902) 424-7768  
Fax: (902) 424-4625

Ontario Securities Commission  
Suite 1903, Box 55, 20 Queen Street West  
Toronto, ON M5H 3S8  
Attention: FOI Coordinator \*  
Telephone: (416) 593-8314  
Fax: (416) 593-3666

Commission des valeurs mobilières du Québec \*\*  
Stock Exchange Tower  
P.O. Box 246, 22nd Floor  
800 Victoria Square  
Montreal, PQ H4Z 1G3  
Attention: Responsable de l'accès à l'information \*  
Telephone: (514) 940-2150 or  
(800) 361-5072 (in Québec)  
Fax: (514) 873-3120

Saskatchewan Securities Commission  
800 - 1920 Broad Street  
Regina, SK S4P 3V7  
Attention: Director \*  
Telephone: (306) 787-5645  
Fax: (306) 787-5899

\* For questions about the collection and use of personal information.

\*\* In Québec questions about the collection and use of personal information may also be addressed to the Commission d'accès à l'information du Québec (1-888-528-7741).